SOUTHERN DISTRICT OF NEW YORK	
	X
HERBERT FRANCL, Derivatively on Behalf of RAMBUS, INC.,	:
Plaintiff,	: : :
v.	: CASE NO. 07-CIV-7650 (GBD)
PRICEWATERHOUSECOOPERS LLP,	: : <u>NOTICE OF APPEARANCE</u>
Defendant,	:
-and-	:
RAMBUS, Inc., a Delaware Corporation,	: :
Nominal Defendant.	:
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	x

PLEASE TAKE NOTICE that the undersigned hereby respectfully enters his appearance as attorney of record for Defendant PricewaterhouseCoopers LLP in the above-captioned proceeding.

DATED: New York, New York September 18, 2007

DAVIS POLK & WARDWELL

/s/ James H.R. Windels By:

James H.R. Windels (JW 9726)

450 Lexington Avenue

New York, New York 10017

Attorney for Defendant

PricewaterhouseCoopers LLP